

Club Statute



Evolve Endurance Club

Version: **4.3**

Approved: **10th September 2021**

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Mission Statement

Evolve Endurance Club is a non-profit making organization committed to the overall health and well-being of all who engage in physical activity. Evolve Endurance Club endeavours to promote endurance, athletics and any other form of physical activity with the focus being the mental, physical and social well-being of its registered members.

Any revenue that is generated by the Club directly or indirectly through its activities will be used solely to assist the Club in achieving its mission statement and for the ultimate benefit of all the registered members.

Historical Narration

1. The members present for the constituting meeting held on the 17th June 2019 approved the Statute Version 1.0.
2. An Extraordinary General Meeting held on the 19th August 2019 at Kappara, San Gwann (Malta) approved version 2.0.
3. The members present for the Annual General Meeting held on the 24th July August 2020 at Kappara, San Gwann (Malta) approved version 3.0, as duly endorsed by the members of the Executive Committee (see Declaration).
4. Today, the members who attended our online Extraordinary General Meeting held on the 30th October 2020 approved version 4.0, as duly endorsed by the members of the Executive Committee (see Declaration).

Objectives

1. Promoting the overall health and well-being of our registered members and general public.
2. Provide opportunity for instruction and participation in endurance athletics and other forms of physical activity for it's registered members.
3. Promoting and helping the society through training programs targeting (but not limited to):
 - Obesity
 - Special needs
 - Charity
 - Educational
4. Promoting physical activity amongst children through our nursery section.

1. Definitions

- 1.1. **AGM** shall mean the Annual General Meeting.
- 1.2. **Club** shall mean Evolve Endurance Club.
- 1.3. **Committee** shall mean the Executive Committee as defined under section 9.
- 1.4. **EGM** shall mean Extraordinary General Meeting.
- 1.5. **Health Declaration Form/Consent** shall mean an official form issued by the Club which all members are to fill in upon enrolling with the Club.
- 1.6. **AM** shall mean Malta Amateur Athletic Association.
- 1.7. **Registered Club Member** shall mean registered paying members, club athletes benefiting of schemes offered by the club and junior members (under 16 years of age).
- 1.8. **Membership Form** shall mean an official form that each member shall fill upon registering with Evolve Endurance Club.
- 1.9. **Regulations** shall mean any official rule issued by the executive committee and approved by the majority of the committee members, that conform and are compliant with both the national governing body and the international federation.
- 1.10. **Statute** shall mean this constitution which regulates the relationship between the Club and its members, as approved by the same members.

2. Club

- 2.1. The name of the Club shall be **Evolve Endurance Club**.
- 2.2. The official language of the Club is **English**.
- 2.3. The club registered address shall be **181, Melita Street, Valletta VLT1129**.
- 2.4. The accounts of the club shall be reviewed and audited and published on a yearly basis within **two (2) months** of the financial year end.
- 2.5. The Club financial year shall end **every June** of every calendar year.

3. Affiliation

- 3.1. Evolve Endurance Club shall be affiliated with the Malta Amateur Athletic Association (AM) and other bodies that can be both Maltese and Foreign as the Committee collectively decides on.

4. Membership

- 4.1. Opportunity shall be provided for instruction and participation in endurance athletics and other forms of physical activity for the members of the general public by means of paid membership.
- 4.2. Club membership will be considered legitimate only if a membership and health declaration form issued by the Club have been duly filled by the applicant and the Club specified membership fee has been paid accordingly and approved by the Club.
- 4.3. The committee reserves the right to refuse membership, if the applicant is breaching or suspecting to be breaching any related regulations. All members will conform strictly to the club and AM rules as well as to the code of conduct for members that is specified in this statute.
- 4.4. No membership will be accepted if Clause 4.2 is not satisfied. Hence, satisfying Clause 4.2 is the only recognised channel for prospective new members.
- 4.5. The release of any paying Club athlete is at the discretion of the Executive Committee, with the exemption to article 4.6.1 of this section. The Executive Committee reserves the right to refuse the release of any paying Club athlete.
 - 4.5.1. Senior member, as defined by article 22 of the competition rules issued by AM, can obtain release from the Club after having been registered and representing the Club for at least two (2) years commencing on the 1st October of the calendar year. If, however, prior to the lapse of two (2) years, a senior member desires to obtain the release from the Club, the AM council can grant this release, according to the AM rules. The latter shall be considered only if there exists a mutual agreement between the Club and the Club which the member would be joining. A copy of the agreement on the official AM form must be sent by the Secretary of the Club to the Secretary of the AM. The same period of two (2) years commencing on the 1st October shall apply to inactive members desiring to return to activity and wishing to be released, provided that the Club certifies that the inactive member was not in breach of any part of the Club's Statute or Regulations concerning registration or that any justified disciplinary action had remained unresolved.
 - 4.5.2. Any athlete requiring a release shall be treated in accordance with AM's rules and regulations regulating athlete releases. AM's rules and

regulations in relation to releases will supersede the club's release policy.

- 4.6. Prospective members under the age of eighteen (18) shall require parental/guardian consent before joining the Club.
- 4.7. Every prospective member, previously a member of another AM affiliated athletic Club, shall resign and surrender all ties with his/her former Club before being considered a member of Evolve Endurance Club. The said candidate must complete and send the relevant release forms and documents to the Club and the AM.
- 4.8. Evolve Endurance Club shall keep a membership list containing the contact details including email, contact number, address and ID Card of each member. This shall be maintained by the secretary and shall be duly updated.
- 4.9. Membership, Health and any other administration forms shall be kept in order and responsibility of the Club Secretary.
- 4.10. All paying Club members should participate in races under the name of the Club unless otherwise authorized by the Executive Committee.
- 4.11. Each member shall keep the Secretary informed of that member's private address, email address, or of some other address at which communications may be addressed to him/her.
- 4.12. All paying Club members should claim any rewards and attend podium presentations under the name of the Club and wearing Club gear, unless otherwise authorized by the Executive Committee. This only applies for races and sporting events that the Club members participate in under the name of the Club.
- 4.13. Each member shall form part of the technical department which is headed by Evolve Endurance Club's head coach. No registered member shall have another coach related to endurance sport unless approved by the club's Technical Department. Failure to abide by this rule may result in termination of membership / expulsion from the club.
- 4.14. All registered members over **sixteen (16) years of age** have the right to vote in committee elections and shall have one non-transferable vote.

5. Termination of Membership

- 5.1. **By Resignation** - Any member may resign at any time upon the delivery of a written request to the President and Secretary of the Club. Fees are non-refundable.

- 5.2. Failure to pay Fees, Assessments, Fines - The membership of any member shall automatically be terminated upon failure of payment of Fees, Assessments or Fines within a specified time period. The Club Secretary and/or treasurer shall inform all the members one month before the expiration of their membership of the forthcoming membership expiration. A grace period of two (2) weeks shall be given to all members after Club membership expiration after which the membership shall be automatically terminated.
- 5.3. If in breach of the club and federation rules. This includes the utilisation of external coaching systems (relating to endurance disciplines) other than the technical department services offered by the club without a written approval.

6. Conduct of Members

- 6.1. Members should not exercise any sort of discrimination or offence regarding health, ability, age, sex, race and religion.
- 6.2. Controversial political and religious discussions should not take place during any Club event, gathering, within the Club's facilities and on Social Media.
- 6.3. No member of the Club may take part and speak on behalf of the Club without the approval of the Executive Committee.
- 6.4. Members shall not be allowed to display or advertise any message, including but not limited to commercial or personal beliefs, on the Club's official wear and any other official medium (including social media) unless authorised by the written consent of the Secretary after consultation with the Executive Committee.
- 6.5. Every member on joining the Club implicitly undertakes to comply with the rules specified in this statute and those bye-laws issued by the Club. Any refusal or neglect to do so, or any conduct which in the opinion of the Committee is either unworthy of a member or is otherwise injurious to the interest and reputation of the Club, shall render a member liable to expulsion.
- 6.6. As a club we will be promoting anti-doping as much as possible and disciplinary investigation will be taken, when a registered member is breaching / suspected to be breaching anti-doping regulations.

7. Expulsion of Members

- 7.1. If any complaint be made to any member of the Committee that any Club member has misconducted himself/herself to the annoyance of any other member/s or person/s on Club Premises or on Club activities, or else through his/her behaviour broke the code of conduct established by the Club, the Committee member shall, on being notified, summon the Committee and an Independent appointed Disciplinary Board to hear and investigate such complaint/s.
 - 7.1.1. The process that will be triggered to investigate the raised complaint/s shall be communicated to the accused. This excludes details such as (but not limited to) the names of the investigative board, the names of witnesses and other details that may hinder the investigation.
 - 7.1.2. The Disciplinary Board may regulate its own procedure at the interview.
 - 7.1.3. The Disciplinary Board shall follow the principles of natural justice.
 - 7.1.4. On conclusion of the investigation carried out by the independent disciplinary board, the accused will be given the right to defend himself/herself and provide to all parties any proof that might be deemed necessary.
- 7.2. On conclusion of the investigation by the Independent Disciplinary Board and the Committee, the accused will be given the opportunity to defend himself/herself and provide to all parties any proof that he/she might deem necessary.
- 7.3. Upon hearing all interested parties in question, the Committee and the Disciplinary Board will decide whether action/should be taken. This might and does not exclude the immediate expulsion of the accused member. Any decision taken by the Disciplinary Board will require a majority vote to be set in force by an Independent and Impartial Disciplinary Board.
- 7.4. The expelled member shall forfeit all claims on the Club in respect of any subscriptions he/she may have paid.
- 7.5. The accused will be given the right to appeal after the investigation comes to an end and conclusion and disciplinary action (if any) has been taken.

8. Subscription & Fees

- 8.1. All members of the club, shall pay an annual membership fee towards the club. Such fee will include the following:
 - 8.1.1. Club membership fee

8.1.2. Technical Department fee

8.1.3. AM fee *

*AM fee excludes the subscription to the road running league races.

- 8.2. New memberships paid from May (of each year) onwards will be also covering the next coming season at no additional cost. So, if a new member joins the club in May, will be paying the full membership fee, that will also be valid for throughout the next season. So if a new member joins the club in May and pays the full membership fee, the latter will also be valid throughout the next season.
- 8.3. The annual membership fee does not include any fees pertaining to annual race registrations, Club training fees, Club related wear or any other Club related fundraising events.
- 8.4. The committee shall reserve the right to change the annual membership fee contribution from time to time as the need arises.
- 8.5. In the eventuality of prolonged injury, if confirmed by a specialist (GP or Physio), members will be exempt from paying the coaching fee (only, because club membership will still be paid) at the beginning of the season, until the member may restart training again. Once the member can restart training, the coaching fee needs to be paid according to the terms and conditions stipulated in clause 8.2 of the statute. The member benefitting of such clause has to still abide by clause 4.13 of the statute, and should not have any other guidance other than the Club's technical department except for guidance in other disciplines not offered by our club.
- 8.6. Members are required to pay their annual subscription fee and any other fees as soon as they fall due or when requested by the Club. As stated in clause 5.1 of the statute, the Secretary and/or Treasurer shall inform the members one month before the expiration of their membership of the forthcoming membership expiration.
- 8.7. Only fully paid up members are entitled to Club sponsorships and to use Club services and facilities.
- 8.8. All paid members will be entitled to a copy of the statute.

9. Executive Committee

- 9.1. The Club shall be governed by the Committee.
- 9.2. The committee shall consist of not less than five (5) but not more than eleven (11) members to be elected every **one (1) year** during the **AGM** or on the eventuality of an **EGM**.

- 9.3. The Committee reserves the right to appoint non-voting members of the Club to be present at meetings and manage sub-Committees in order to improve the overall management of the Club. Such appointments must however be set into force after a majority vote is taken amongst the members of the Executive Committee.
- 9.4. The members of the committee shall be elected as specified in **point 9.2**. The roles in the committee are:
- I. Chief Committee Officer (CCO);
 - II. President;
 - III. Secretary;
 - IV. Treasurer;
 - V. Up to a maximum number of other seven (7) additional committee members. *

* The roles of the committee members shall be agreed during the first following meeting held after the committee election. The roles available will be discussed during the first meeting and the defined roles will be assigned and agreed upon during the same meeting. Our first **CCO** will also be elected during the first committee meeting (after the committee election happening on the 30th October 2020). All future **CCO** positions will also be electable as specified in **point 9.2**.

- 9.5. The President shall during his/her term preside at all general meetings, all meetings of the Committee and shall be responsible for the proper conduct of all such meetings. In case a vote needs to be taken and the outcome is a tie, the President shall have the casting vote.
- 9.6. Committee members shall be given a 2 week notice of a forthcoming meeting. Attendance to the meetings by Committee members is compulsory and members will only be exempted if they present a valid reason to justify their absence.
- 9.7. Meeting minutes shall be taken by the Club Secretary or an appointed delegate. The meeting minutes shall be circulated to the rest of the Committee within forty-eight (48) hours of the conclusion of every meeting. Any action points that would have been decided during the meeting must be clearly defined in the meeting minutes and where possible target dates and responsible persons shall be specified.
- 9.8. The meeting minutes will include an attendance list. In case a committee member fails to attend three (3) meetings without presenting a valid justification, he/she may be subjected to disciplinary action.
- 9.9. Committee meetings shall be only held if there is a minimum of six (6) committee members (including executive committee members)

- 9.10. The Secretary shall conduct the business of the Club in accordance with the rules, and shall carry out the instructions of the general meeting of the Committee.
- 9.11. The Secretary shall be responsible for conducting all correspondence and keeping all books, documents, membership forms except the accounts and financial records.
- 9.12. The Secretary shall attend all meetings, and record all proceedings. The Secretary shall in conjunction with the President and the Treasurer, sign all cheques on behalf of the Club.
- 9.13. The Secretary is also responsible for all the communications of the Club. Club communications are only official if endorsed by the Secretary.
- 9.14. The Treasurer shall be responsible for the finances of the Club. The Treasurer shall keep accounts of all its financial transactions and shall be responsible for their correctness.
- 9.15. No other member of the Committee will be responsible for the Club finances.
- 9.16. The Treasurer shall in conjunction with the President and the Secretary sign all cheques on behalf of the Club.
- 9.17. The Treasurer may hold a petty cash of not more than three hundred euro (€300), at any point in time. All money in excess of this sum shall within fourteen (14) days of receipt be deposited in a bank approved by the Committee. The bank account shall be in the name of the Club.
- 9.18. All cheques or withdrawal notices on the Club's account shall be signed jointly by the President, the Secretary and the Treasurer. In the absence of the President, the Secretary or the Treasurer for a long period, the Committee shall appoint one of its members to sign in his place.

10. Election of Committee

- 10.1. Each Committee is elected for a period of two years after which all the positions of the Committee including that of the Club president will be made automatically vacant.
- 10.2. Two months before the end of the two year period the Club Secretary shall inform all the paid members that the process to elect a new Committee will be initiated.
- 10.3. The outgoing Committee will appoint a paid member as a chairman of the election process.

- 10.4. The role of the chairman is to ensure the smooth running of the election process.
The chairman in conjunction with the outgoing Committee members will decide on an appropriate date when the election for a new Committee will take place.
- 10.5. The chairman can appoint a number of Club members to assist him in ensuring the smooth running of the election process.
- 10.6. The election shall be only carried on two occasions being the AGM or an EGM. In case that an election is required shall be only held on such occasions.
- 10.7. All paid members are eligible to be elected to form part of the committee. Any member who will be interested in running for the election of any particular post should submit their nomination at least two (2) weeks before. The nomination should be seconded by two (2) registered members and the nomination should clearly indicate one of the posts indicated in **point 9.4**.
- 10.8. Members who already form part of the Committee can stand for re-election have to go through the same election process.
- 10.9. In case only one (1) nomination is received for any particular post then there would be no need for an election for the said post, and the members present shall need not be requested to vote. Nevertheless, the person so nominated may request a vote of confidence for the record.
- 10.10. In case an election is required then as clearly specified in point 4 this will be carried out during and EGM
- 10.11. For an election to be valid the quorum of paid members have to be present.
Quorum implies an attendance of 50%+1 of all paid members.
- 10.12. The mechanism of the election for any vacant post in the Committee will be via secret ballot.
- 10.13. The election process should be carried out in such a way such that the identity of the voter is kept anonymous.
- 10.14. A prospective candidate is elected if he/she attains 50%+1 of the members present at the Extraordinary General Meeting.
- 10.15. In the eventuality that more than one (1) candidate applies for any particular post and none of them achieves more than **fifty percent (50%) plus one (1)** quota of votes, the candidate with the most number of votes will be elected, whilst the other/s eliminated.
- 10.16. Honorary members shall be entitled to attend General meetings but shall have no voting rights.

11. Annual and Extraordinary General Meeting

- 11.1. The Annual General Meeting (also referred to as the 'AGM') shall be held at such place and day during the month of August or September.
- 11.2. The Secretary shall send to all the paid members at least twelve (12) days before the meeting an agenda including copies of minutes and reports, together with the financial statements of the Club for the previous year. Copies of these documents will also be made available at the registered place of business of the Club for the perusal of members.
- 11.3. Only the matters included in the agenda shall be discussed at the AGM. The agenda should at least include:
 - I. The President's report;
 - II. The Annual Report read out by the Secretary;
 - III. The Financial Statements read out by the Treasurer; and
 - IV. The Election of the Committee if applicable for the year.
- 11.4. An Extraordinary General Meeting (also referred to as the 'EGM') of the cb shall be convened:
 - I. Whenever the Committee deems it desirable; or
 - II. At the joint request of at least 50 percent (50%) plus one (1) of all fully paid up members, stating the objects and reasons for such meeting.
- 11.5. A quorum at any General meeting shall be fifty percent (50%) plus one (1) of the total registered club members. In the absence of a constituted quorum, the start of the meeting shall be delayed by thirty (30) minutes whereby a quorum is then constituted by the members present.

In the absence of a constituted quorum during a committee election the election will be rescheduled on a different date. In the absence of a constituted quorum for the second time during a committee election, the election will initiate without a quorum and all the present members' votes will be deemed valid.
- 11.6. Only fully paid up members of over sixteen (16) years of age are allowed to vote at General Meetings. These members are referred to as voting members in this statute.
- 11.7. At any General Meeting of the Club, each voting member shall have one non-transferable vote. Honorary members shall be entitled to attend a General Meeting but shall have no voting rights.
- 11.8. In the eventuality that during **extraordinary times** an online / proxy election is required a process needs to be established and communicated according to the

period stated in **point 11.2**.

All online/proxy votes have to include the following details:

11.8.1. Registered member name and surname

11.8.2. Registered member ID card number

11.8.3. Candidate select and applicable post

All casted online / proxy votes need to be validated by the chairing team (i.e. chairman and selected team if applicable).

11.9. All rules and procedures adopted for an AGM shall apply mutatis mutandis to an EGM.

12. Alteration of Statute

- 12.1. This statute may be revoked or altered by a vote of at least fifty percent (50%) plus one (1) of the registered club members who are entitled to vote in General meetings as stated in **point 4.14**.
- 12.2. Statute alteration, addition and revocation have to be justified and clear specifying the intention of such amendment and will only go through if it satisfies the condition specified in **point 13.1**. and subject to be lawful according to the national governing body and national sporting federation/s.

13. Club Dissolution

- 13.1. Proposal for dissolution of the Club can only be requested at the AGM. If seventy-five (75%) percent of the Club's Committee is in favour of proposing dissolution, an EGM must be held within one (1) month of the AGM with at least 2 weeks notice. A dissolution proposal can only come from the committee. At the EGM at least three-fourths (3/4) of the eligible voters must vote in favour of the proposal of dissolution to become effective.
- 13.2. On passing such a resolution, the Committee shall within fourteen (14) days appoint an Independent liquidator to realize all the assets and pay all liabilities of the Club.
- 13.3. Any net assets, after all debts have been settled, would be distributed by the Committee to non-profit sporting or charitable organisations, as agreed by the members of the Club.
- 13.4. The Committee shall inform all relevant bodies and organisations of the dissolution of the Club.
- 13.5. Only after the completion of such transfers, the Club will be officially dissolved.